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|---------------------------------------|--|---------------------------------------|----------------------------------|
| Form 1 Page 1 Execution Page | UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 APPLICATION FOR, AND AMENDMENTS TO APPLICATION FOR, REGISTRATION AS A NATIONAL SECURITIES EXCHANGE OR EXEMPTION FROM REGISTRATION PURSUANT TO SECTION 5 OF THE EXCHANGE ACT | Date filed (MM/DD/YY): 10/10/19 | OFFICIAL USE ONLY |
|---------------------------------------|--|---------------------------------------|----------------------------------|

Warning: Failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep accurate books and records or otherwise comply with the provisions of law applying to the conduct of the applicant would violate the federal securities laws and may result in disciplinary, administrative or criminal action

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY CONSTITUTE CRIMINAL VIOLATIONS

☐ APPLICATION

☒ AMENDMENT

1. State the name of the applicant: MIAX Emerald, LLC
2. Provide the applicant's primary street address (Do not use a P.O. Box): 7 Roszel Road, Suite 1A, Princeton, NJ 08540
3. Provide the applicant's mailing address (if different):
4. Provide the applicant's business telephone and facsimile number:
Telephone: 609-897-7300; Facsimile: 609-987-2210
5. Provide the name, title and telephone number of a contact employee:
Barbara J. Comly, EVP, General Counsel & Corporate Secretary
609-897-7315
6. Provide the name and address of counsel for the applicant:
Barbara J. Comly, EVP, General Counsel & Corporate Secretary
MIAX Emerald, LLC
7 Roszel Road, Suite 1A
Princeton, NJ 08540
7. Provide the date applicant's fiscal year ends: December 31
8. Indicate legal status of applicant: ☐ Corporation ☐ Sole Proprietorship ☐ Partnership
☒ Limited Liability Company ☐ Other (specify):

If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed):

(a) Date (MM/DD/YY): 01/30/18 (b) State/Country of formation: Delaware

(c) Statute under which applicant was organized: Delaware Limited Liability Company Act, 6 Del. C. 18-1d et seq.

EXECUTION: The applicant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed telegram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The undersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority of, said applicant. The undersigned and applicant represent that the information and statements contained herein, including exhibits, schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part hereof, are current, true, and complete.

MIAX EMERALD, LLC

Date: October 10, 2019

By

Barbara J. Comly
Barbara J. Comly
EVP, General Counsel & Corporate Secretary

Subscribed and sworn before me this 10th day of October, 2019.

Jane Post
Jane Post
Notary Public of the State of New Jersey
My Commission Expires October 27, 2019

This page must always be completed in full with original, manual signature and notarization.
Affix notary stamp or seal where applicable.



Barbara J. Comly
General Counsel

7 Roszel Road, Suite 1A
Princeton, New Jersey 08540
T 609 897 7300
F 609 987 2210
bcomly@miami-holdings.com

October 10, 2019

VIA FEDERAL EXPRESS

Jeannette Marshall
Division of Trading and Markets
Office of Market Supervision
Securities and Exchange Commission
100 F. Street, N.E.
Washington, D.C. 20549

SEC Mail Processing

OCT 15 2019

Washington, DC

**Re: MIAX Emerald, LLC ("Emerald")
Amendment No. 2019-11 to Form 1 Application**

Dear Ms. Marshall:

Enclosed for official filing pursuant to Rule 6a-2(a) are an original and two copies of Amendment No. 2019-11 to the Form 1 Application of Emerald, which includes the following changes:

Exhibit C – Updated Officers of Miami International Holdings, Inc. & MIAX PEARL, LLC; updated Officers, Directors and Committees of Miami International Securities Exchange, LLC

Exhibit J – Updated Officers

Please do not hesitate to contact me if you have any questions in connection with this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Barbara J. Comly", written over a horizontal line.

Barbara J. Comly
EVP, General Counsel & Corporate Secretary

Enclosures

cc: Marlene Olsen ✓

Exhibit C

EXHIBIT C

Exhibit Request:

For each subsidiary or affiliate of the applicant, and for any entity with whom the applicant has a contractual or other agreement relating to the operation of an electronic trading system to be used to effect transactions on the exchange ("System"), provide the following information:

1. Name and address of organization.
2. Form of organization (e.g., association, corporation, partnership, etc.).
3. Name of state and statute citation under which organized. Date of incorporation in present form.
4. Brief description of nature and extent of affiliation.
5. Brief description of business or functions. Description should include responsibilities with respect to operation of the System and/or execution, reporting, clearance, or settlement of transactions in connection with operation of the System.
6. A copy of the constitution.
7. A copy of the articles of incorporation or association including all amendments.
8. A copy of existing by-laws or corresponding rules or instruments.
9. The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions.
10. An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association.

Response:

A. MIAMI INTERNATIONAL HOLDINGS, INC.

1. *Name:* Miami International Holdings, Inc.
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540
2. *Form of organization:* Corporation.
3. *Name of state, statute under which organized and date of incorporation:* Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on November 14, 2007.
4. *Brief description of nature and extent of affiliation:* MIAX Emerald, LLC is a wholly-owned subsidiary of Miami International Holdings, Inc. ("MIH").

5. *Brief description of business or functions:* Miami International Holdings, Inc. is a holding company which holds 100% of the equity of Miami International Securities Exchange, LLC, MIAX PEARL, LLC, MIAX Emerald, LLC, Miami International Technologies, LLC, MIAX Global, LLC, Miami International Futures Exchange, LLC, MIAX Products, LLC, and M 44 Holdings, LLC. Miami International Holdings, Inc. is the entity through which the ultimate owners of the applicant indirectly hold their ownership interest in the applicant and its affiliates.
6. *A copy of the constitution:* Not applicable.
7. *A copy of the articles of incorporation or association including all amendments:* **The Amended and Restated Certificate of Incorporation dated October 16, 2015 is attached.**
8. *A copy of existing by-laws or corresponding rules or instruments:* **The Amended and Restated By-Laws dated June 27, 2015 are attached.**
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of Miami International Holdings, Inc.

The following persons are the officers of Miami International Holdings, Inc.:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Paul Warner | Executive Vice President and Chief Financial Officer |
| Edward Deitzel | Executive Vice President and Chief Regulatory Officer |
| Randy Foster | Senior Vice President – Business Systems Development |
| Harish Jayabalan | Senior Vice President – Chief Risk Officer & Chief Information Security Officer |
| Matthew Rotella | Senior Vice President – Chief Technology Officer |
| Joseph W. Ferraro III | Senior Vice President – Deputy General Counsel |
| Deborah Carroll | Senior Vice President – Associate General Counsel |
| Amy Neiley | Senior Vice President – Trading Operations and Listings |
| Rodney Hester | Vice President – Systems Infrastructure |
| Roli Bhotika | Vice President – Head of Business Development |
| Shawn Hughes | Vice President – Project Management |
| James O'Neil | Vice President and Director of Physical Security and Safety |
| Vinay Rao | Vice President – Trading Systems Development |
| Siddharth Sahoo | Vice President – Trading Systems Development |

| Name | Title |
|--------------------|--|
| Tia Toms | Vice President – Administration |
| Gregory Ziegler | Vice President – Senior Counsel |
| Kelly Fitzgerald | Assistant Vice President – Controller |
| Christopher Solgan | Assistant Vice President – Senior Counsel |
| Dimitriy Kotov | Assistant Vice President – Associate Counsel |

The officers of Miami International Holdings, Inc. serve until their successors are appointed in accordance with the By-Laws of Miami International Holdings, Inc. Officers of Miami International Holdings, Inc. serve at the direction of the Board of Directors.

Directors of Miami International Holdings, Inc.

The following persons are the directors of Miami International Holdings, Inc.:

| Name |
|--------------------------------|
| Thomas P. Gallagher (Chairman) |
| Talal Jassim Al-Bahar |
| Abdulwahab Ahmad Al-Nakib |
| Sayer B. Al-Sayer |
| Michael P. Ameen |
| Albert M. Barro, Jr. |
| John Beckelman |
| Barry J. Belmont |
| Ricardo Blach |
| Christopher Brady |
| Khaled Magdy El-Marsafy |
| William W. Hopkins |
| Thomas J. Kelly, Jr. |
| Paul Kotos |
| Jack G. Mondel |
| William J. O'Brien III |
| Robert D. Prunetti |
| Mark F. Raymond |
| Douglas M. Schafer, Jr. |
| Paul V. Stahlin |
| J. Gray Teekell |
| Christopher L. Whittington |
| Jassem Hassan Zainal |

Directors of Miami International Holdings, Inc. serve one year terms.

Audit Committee of Miami International Holdings, Inc.

The following persons are members of the Audit Committee of Miami International Holdings, Inc.:

| Name |
|----------------------------|
| Paul V. Stahlin (Chairman) |
| Michael P. Ameen |
| Khaled Magdy El-Marsafy |

Compensation Committee of Miami International Holdings, Inc.

The following persons are members of the Compensation Committee of Miami International Holdings, Inc.:

| Name |
|----------------------------------|
| Talal Jassim Al-Bahar (Chairman) |
| Christopher D. Brady |
| Thomas J. Kelly |
| Mark F. Raymond |
| J. Gray Teekell |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association:* Not applicable.

B. MIAMI INTERNATIONAL SECURITIES EXCHANGE, LLC

- Name:* Miami International Securities Exchange, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540
- Form of organization:* Limited Liability Company.
- Name of state, statute under which organized and date of incorporation:* Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on September 10, 2007.
- Brief description of nature and extent of affiliation:* Miami International Securities Exchange, LLC is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.
- Brief description of business or functions:* Miami International Securities Exchange, LLC ("MIAX") is registered as a National Securities Exchange under Section 6 of the Securities Exchange Act of 1934, as amended. MIAX operates a fully electronic options trading platform.

6. *A copy of the constitution:* Not applicable.
7. *A copy of the articles of incorporation or association including all amendments:* **The Amended and Restated Certificate of Formation dated June 17, 2011 is attached.**
8. *A copy of existing by-laws or corresponding rules or instruments:* **The Second Amended and Restated Limited Liability Company Agreement dated December 1, 2012, and Amended and Restated By-Laws dated May 20, 2016 are attached.**
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of Miami International Securities Exchange, LLC

The following persons are the officers of Miami International Securities Exchange, LLC:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Paul Warner | Executive Vice President and Chief Financial Officer |
| Edward Deitzel | Executive Vice President, Chief Regulatory Officer and Chief Compliance Officer |
| Shelly Brown | Executive Vice President – Strategic Planning and Business Development |
| John Smollen | Executive Vice President – Head of Exchange Traded Products and Strategic Relations |
| Randy Foster | Senior Vice President – Business Systems Development |
| Harish Jayabalan | Senior Vice President – Chief Risk Officer & Chief Information Security Officer |
| Matthew Rotella | Senior Vice President – Chief Technology Officer |
| Joseph W. Ferraro III | Senior Vice President – Deputy General Counsel |
| Deborah Carroll | Senior Vice President, Associate General Counsel and Assistant Corporate Secretary |
| Joseph S. Bracco | Senior Vice President – Head of Sales |
| Amy Neiley | Senior Vice President – Trading Operations and Listings |
| Roli Bhotika | Vice President – Head of Business Development |
| Rodney Hester | Vice President – Systems Infrastructure |
| Shawn Hughes | Vice President – Project Management |
| Lawrence O'Leary | Vice President – Market Surveillance |
| Laurence Gardner | Vice President – Regulatory Operations |

| Name | Title |
|--------------------|---|
| James O'Neil | Vice President and Director of Physical Security and Safety |
| Vinay Rao | Vice President – Trading Systems Development |
| Siddharth Sahoo | Vice President – Trading Systems Development |
| Tia Toms | Vice President – Administration |
| Gregory Ziegler | Vice President – Senior Counsel |
| Kelly Fitzgerald | Assistant Vice President – Controller |
| Dimitriy Kotov | Assistant Vice President – Associate Counsel |
| Christopher Solgan | Assistant Vice President – Senior Counsel |

The officers of Miami International Securities Exchange, LLC serve until their successors are appointed in accordance with the By-Laws of Miami International Securities Exchange, LLC. Officers of Miami International Securities Exchange, LLC will serve at the direction of the Board of Directors.

Directors of Miami International Securities Exchange, LLC

The following persons are the directors and Board observers of Miami International Securities Exchange, LLC:

| Directors |
|-----------------------|
| Thomas P. Gallagher |
| Talal Jassim Al-Bahar |
| Michael P. Ameen |
| Lindsay L. Burbage |
| Robert Castrignano |
| Marianne Deane |
| John DiBacco, Jr. |
| Kurt M. Eckert |
| Leslie Florio |
| Lawrence E. Jaffe |
| Paul Jiganti |
| John A. Kinahan |
| John E. McCormac |
| Miguel Moratiel |
| William J. O'Brien IV |
| Robert D. Prunetti |
| Joseph Sellitto |
| Cynthia Schwarzkopf |
| J. Gray Teekell |

| Observers |
|------------------|
| Guy Dowman |
| Lawrence Tanzman |

Committees of Miami International Securities Exchange, LLC

The standing committees of the Board and the persons appointed to sit on the standing committees are as follows:

| Audit Committee |
|----------------------------|
| Robert D. Prunetti (Chair) |
| Michael P. Ameen |
| John E. McCormac |

| Compensation Committee |
|-------------------------------|
| J. Gray Teekell (Chair) |
| Robert D. Prunetti |
| Cynthia Schwarzkopf |

| Regulatory Oversight Committee |
|---------------------------------------|
| Lindsay L. Burbage (Chair) |
| Leslie Florio |
| Lawrence E. Jaffe |

| Appeals Committee |
|--------------------------|
| Lawrence Jaffe (Chair) |
| Robert Castrignano |
| Kurt M. Eckert |

| Technology Committee |
|-----------------------------|
| Leslie Florio (Chair) |
| Robert Castrignano |
| Marianne Deane |
| Kurt M. Eckert |
| John A. Kinahan |
| John E. McCormac |
| William J. O'Brien IV |
| J. Gray Teekell |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association:* Not applicable.

C. MIAX PEARL, LLC

1. *Name:* MIAX PEARL, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540
2. *Form of organization:* Limited Liability Company.
3. *Name of state, statute under which organized and date of incorporation:* Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on February 11, 2016.
4. *Brief description of nature and extent of affiliation:* MIAX PEARL, LLC ("MIAX PEARL") is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.
5. *Brief description of business or functions:* MIAX PEARL is registered as a National Securities Exchange under Section 6 of the Securities Exchange Act of 1934, as amended. MIAX PEARL operates a fully electronic options trading platform.
6. *A copy of the constitution:* Not applicable.
7. *A copy of the articles of incorporation or association including all amendments:* **The Certificate of Formation dated February 11, 2016 is attached.**
8. *A copy of existing by-laws or corresponding rules or instruments:* **The Amended and Restated Limited Liability Company Agreement dated December 5, 2016 and By-Laws dated December 5, 2016 are attached.**
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of MIAX PEARL, LLC

The following persons are the officers of MIAX PEARL, LLC:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Paul Warner | Executive Vice President and Chief Financial Officer |
| Edward Deitzel | Executive Vice President, Chief Regulatory Officer and Chief Compliance Officer |
| Shelly Brown | Executive Vice President – Strategic Planning and Business Development |

| Name | Title |
|-----------------------|---|
| John Smollen | Executive Vice President – Head of Exchange Traded Products and Strategic Relations |
| Randy Foster | Senior Vice President – Business Systems Development |
| Harish Jayabalan | Senior Vice President – Chief Risk Officer & Chief Information Security Officer |
| Matthew Rotella | Senior Vice President – Chief Technology Officer |
| Joseph W. Ferraro III | Senior Vice President – Deputy General Counsel |
| Deborah Carroll | Senior Vice President, Associate General Counsel and Assistant Corporate Secretary |
| Joseph S. Bracco | Senior Vice President – Head of Sales |
| Amy Neiley | Senior Vice President – Trading Operations and Listings |
| Roli Bhotika | Vice President – Head of Business Development |
| Rodney Hester | Vice President – Systems Infrastructure |
| Shawn Hughes | Vice President – Project Management |
| Lawrence O'Leary | Vice President – Market Surveillance |
| Laurence Gardner | Vice President – Regulatory Operations |
| James O'Neil | Vice President and Director of Physical Security and Safety |
| Vinay Rao | Vice President – Trading Systems Development |
| Siddharth Sahoo | Vice President – Trading Systems Development |
| Tia Toms | Vice President – Administration |
| Gregory Ziegler | Vice President – Senior Counsel |
| Kelly Fitzgerald | Assistant Vice President – Controller |
| Dimitriy Kotov | Assistant Vice President – Associate Counsel |
| Christopher Solgan | Assistant Vice President – Senior Counsel |

Directors of MIAX PEARL, LLC

The following persons are the directors of MIAX PEARL, LLC:

| Name |
|---------------------|
| Thomas P. Gallagher |
| William T. Bergman |
| Lindsay L. Burbage |
| Kurt M. Eckert |
| Leslie Florio |
| Michael Harrington |
| Richard Herr |
| Lawrence E. Jaffe |
| Sebastiaan Koeling |

| |
|---------------------|
| Benjamin Londergan |
| Mark I. Massad |
| John E. McCormac |
| Robert D. Prunetti |
| Cynthia Schwarzkopf |

Committees of MIAX PEARL, LLC

The standing committees of the Board and the persons appointed to sit on the standing committees are as follows:

| |
|-------------------------------|
| Compensation Committee |
| Cynthia Schwarzkopf (Chair) |
| William T. Bergman |
| Robert D. Prunetti |

| |
|----------------------------|
| Audit Committee |
| Robert D. Prunetti (Chair) |
| John E. McCormac |
| Cynthia Schwarzkopf |

| |
|---------------------------------------|
| Regulatory Oversight Committee |
| Lindsay L. Burbage (Chair) |
| Leslie Florio |
| Lawrence E. Jaffe |

| |
|---------------------------|
| Appeals Committee |
| Lawrence E. Jaffe (Chair) |
| Kurt M. Eckert |
| Richard Herr |

| |
|-----------------------------|
| Technology Committee |
| Leslie Florio (Chair) |
| John E. McCormac |
| Kurt Eckert |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association:* Not applicable.

D. MIAMI INTERNATIONAL TECHNOLOGIES, LLC

1. *Name:* Miami International Technologies, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540
2. *Form of organization:* Limited Liability Company.
3. *Name of state, statute under which organized and date of incorporation:* Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on May 12, 2010.
4. *Brief description of nature and extent of affiliation:* Miami International Technologies, LLC ("MIAX Technologies") is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.
5. *Brief description of business or functions:* MIAX Technologies engages in the sale and licensing of trading and information technology to unrelated third parties.
6. *A copy of the constitution:* Not applicable.
7. *A copy of the articles of incorporation or association including all amendments:* **The Amended and Restated Certificate of Formation dated June 29, 2011 is attached.**
8. *A copy of existing by-laws or corresponding rules or instruments:* **The First Amended and Restated Limited Liability Company Agreement dated May 20, 2011 is attached.**
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of Miami International Technologies, LLC

The following persons are the officers of Miami International Technologies, LLC:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Douglas M. Schafer, Jr. | President and Chief Information Officer |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Paul Warner | Executive Vice President and Chief Financial Officer |
| Matthew Rotella | Senior Vice President – Chief Technology Officer |
| Randy Foster | Senior Vice President – Business Systems Development |
| Deborah Carroll | Senior Vice President – Associate General Counsel |
| Rodney Hester | Vice President – Systems Infrastructure |
| Harish Jayabalan | Vice President – Technical Support and Product Specialist |
| Tia Toms | Vice President – Administration |
| James O'Neil | Vice President and Director of Physical Security and Safety |
| Kelly Fitzgerald | Assistant Vice President – Controller |

Directors of Miami International Technologies, LLC

The following persons are the directors of Miami International Technologies, LLC:

| Name |
|---------------------|
| Thomas P. Gallagher |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association:* Not applicable.

E. MIAX GLOBAL, LLC

1. *Name:* MIAX Global, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540
2. *Form of organization:* Limited Liability Company.
3. *Name of state, statute under which organized and date of incorporation:* Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on June 30, 2015.
4. *Brief description of nature and extent of affiliation:* MIAX Global, LLC ("MIAX Global") is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.
5. *Brief description of business or functions:* MIAX Global focuses on the company's trading, technology and other projects primarily based outside of North America, initially focusing on Europe and Latin America.
6. *A copy of the constitution:* Not applicable.
7. *A copy of the articles of incorporation or association including all amendments:* **The Certificate of Formation dated June 30, 2015 is attached.**
8. *A copy of existing by-laws or corresponding rules or instruments:* **The Limited Liability Company Agreement dated June 30, 2015 is attached.**

9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of MIAX Global, LLC

The following persons are the officers of MIAX Global, LLC:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Paul Warner | Executive Vice President and Chief Financial Officer |

Directors of MIAX Global, LLC

The following persons are the directors of MIAX Global, LLC:

| Name |
|---------------------|
| Thomas P. Gallagher |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association:* Not applicable.

F. MIAMI INTERNATIONAL FUTURES EXCHANGE, LLC

- Name:* Miami International Futures Exchange, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540
- Form of organization:* Limited Liability Company.
- Name of state, statute under which organized and date of incorporation:* Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on November 30, 2007.
- Brief description of nature and extent of affiliation:* Miami International Futures Exchange, LLC ("MIAX Futures") is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.
- Brief description of business or functions:* MIAX Futures is not yet active. Miami International Holdings, Inc. may develop MIAX Futures as a futures exchange under the regulation of the CFTC. If MIAX Futures becomes operational, it will perform functions performed by a futures exchange.
- A copy of the constitution:* Not applicable.

7. *A copy of the articles of incorporation or association including all amendments: **The Amended and Restated Certificate of Formation dated June 17, 2011 is attached.***
8. *A copy of existing by-laws or corresponding rules or instruments: **The First Amended and Restated Limited Liability Company Agreement dated May 20, 2011 is attached.***
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of Miami International Futures Exchange, LLC

The following persons are the officers of Miami International Futures Exchange, LLC:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |

Directors of Miami International Futures Exchange, LLC

The following persons are the directors of Miami International Futures Exchange, LLC:

| Name |
|---------------------|
| Thomas P. Gallagher |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association: Not applicable.*

G. MIAX PRODUCTS, LLC

1. *Name: MIAX Products, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540*
2. *Form of organization: Limited Liability Company.*
3. *Name of state, statute under which organized and date of incorporation: Illinois, Illinois Limited Liability Company Act, 805 ILCS 180/, on January 25, 2019.*
4. *Brief description of nature and extent of affiliation: MIAX Products, LLC ("MIAX Products") is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.*
5. *Brief description of business or functions: Development of financial products.*
6. *A copy of the constitution: Not applicable.*

7. *A copy of the articles of incorporation or association including all amendments: **The Articles of Organization dated January 25, 2019 are attached.***
8. *A copy of existing by-laws or corresponding rules or instruments: **The Limited Liability Company Agreement dated January 25, 2019 is attached.***
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of MIAX Products, LLC

The following persons are the officers of MIAX Products, LLC:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Paul Warner | Executive Vice President and Chief Financial Officer |

Directors of MIAX Products, LLC

The following persons are the directors of MIAX Products, LLC:

| Name |
|---------------------|
| Thomas P. Gallagher |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association: Not applicable.*

H. M 44 HOLDINGS, LLC

1. *Name: M 44 Holdings, LLC
Address: 7 Roszel Road, Suite 1A, Princeton, New Jersey 08540*
2. *Form of organization: Limited Liability Company.*
3. *Name of state, statute under which organized and date of incorporation: Delaware, Delaware General Corporation Law (8 Del. C. § 101, et seq), on June 21, 2019.*
4. *Brief description of nature and extent of affiliation: M 44 Holdings, LLC ("M 44") is wholly-owned by Miami International Holdings, Inc., which is the applicant's 100% owner.*
5. *Brief description of business or functions: M 44 is a holding company for certain investments.*

6. *A copy of the constitution:* Not applicable.
7. *A copy of the articles of incorporation or association including all amendments:* **The Certificate of Formation dated June 21, 2019 is attached.**
8. *A copy of existing by-laws or corresponding rules or instruments:* **The Limited Liability Company Agreement dated June 26, 2019 is attached.**
9. *The name and title of the present officers, governors, members of all standing committees, or persons performing similar functions:*

Officers of M 44 Holdings, LLC

The following persons are the officers of M 44 Holdings, LLC:

| Name | Title |
|------------------------|---|
| Thomas P. Gallagher | Chairman & Chief Executive Officer |
| Barbara Comly | Executive Vice President, General Counsel & Corporate Secretary |
| Douglas M. Shafer, Jr. | Executive Vice President & Chief Information Officer |
| Paul Warner | Executive Vice President & Chief Financial Officer |

Directors of M 44 Holdings, LLC

The following persons are the directors of M 44 Holdings, LLC:

| Name |
|---------------------|
| Thomas P. Gallagher |

10. *An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association:* Not applicable.

EXHIBIT J

Exhibit Request:

A list of the officers, governors, members of all standing committees, or persons performing similar functions, who presently hold or have held their offices or positions during the previous year, indicating the following for each:

1. Name.
2. Title.
3. Dates of commencement and termination of term of office or position.
4. Type of business in which each is primarily engaged (e.g., floor broker, specialist, odd lot dealer, etc.).

Response:

1. Officers of MIAX Emerald, LLC

The following persons are the officers of the Exchange:

| Name | Title |
|-------------------------|---|
| Thomas P. Gallagher | Chairman and Chief Executive Officer |
| Douglas M. Schafer, Jr. | Chief Information Officer and Executive Vice President |
| Barbara Comly | Executive Vice President, General Counsel and Corporate Secretary |
| Paul Warner | Executive Vice President and Chief Financial Officer |
| Edward Deitzel | Executive Vice President, Chief Regulatory Officer and Chief Compliance Officer |
| Shelly Brown | Executive Vice President – Strategic Planning and Business Development |
| John Smollen | Executive Vice President – Head of Exchange Traded Products and Strategic Relations |
| Randy Foster | Senior Vice President – Business Systems Development |
| Harish Jayabalan | Senior Vice President – Chief Risk Officer & Chief Information Security Officer |
| Matthew Rotella | Senior Vice President – Chief Technology Officer |
| Joseph W. Ferraro III | Senior Vice President – Deputy General Counsel |
| Deborah Carroll | Senior Vice President, Associate General Counsel and Assistant Corporate Secretary |
| Joseph S. Bracco | Senior Vice President – Head of Sales |

| Name | Title |
|--------------------|---|
| Amy Neiley | Senior Vice President – Trading Operations and Listings |
| Roli Bhotika | Vice President – Head of Business Development |
| Rodney Hester | Vice President – Systems Infrastructure |
| Shawn Hughes | Vice President – Project Management |
| Lawrence O’Leary | Vice President – Market Surveillance |
| Laurence Gardner | Vice President – Regulatory Operations |
| James O’Neil | Vice President and Director of Physical Security and Safety |
| Vinay Rao | Vice President – Trading Systems Development |
| Siddharth Sahoo | Vice President – Trading Systems Development |
| Tia Toms | Vice President – Administration |
| Gregory Ziegler | Vice President – Senior Counsel |
| Kelly Fitzgerald | Assistant Vice President – Controller |
| Dimitriy Kotov | Assistant Vice President – Associate Counsel |
| Christopher Solgan | Assistant Vice President – Senior Counsel |

The officers of the Exchange serve until their successors are appointed in accordance with the By-Laws of the Exchange. Officers of the Exchange serve at the direction of the Board of Directors.

2. **Directors of MIAx Emerald, LLC**

The following persons are the directors of the Exchange as of March 20, 2019:

| Name | Classification | Term of Office | Type of Business |
|----------------------|--------------------------------|-------------------------------|---|
| Thomas P. Gallagher | Industry | So long as CEO of the Company | Securities Exchange |
| Kurt M. Eckert | Industry/Member Representative | Class I - 2020 | Partner – Wolverine Trading, LLC |
| Kimberly M. Guadagno | Non-Industry/Independent | Class I – 2020 | Law Firm Partner – Connell Foley LLP; Former NJ Lt. Governor and Secretary of State |
| Robert D. Prunetti | Non-Industry/Independent | Class I – 2020 | President – Phoenix Ventures, LLC |
| Lindsay L. Burbage | Non-Industry/Independent | Class II - 2021 | Attorney |

| Name | Classification | Term of Office | Type of Business |
|-------------------------|--------------------------------|------------------|---|
| Paul Jiganti | Industry/Member Representative | Class II – 2021 | Managing Director Options Business Development – IMC Financial Markets |
| John E. McCormac | Non-Industry/ Independent | Class II – 2021 | Township Mayor – Woodbridge, New Jersey; Former New Jersey State Treasurer |
| Marianne Deane | Non-Industry/ Independent | Class III - 2022 | Community Volunteer |
| Leslie Florio | Non-Industry/ Independent | Class III – 2022 | Board of Trustees – The Hun School of Princeton; President – Maxwell Place Condominium Association |
| Joseph M. Kyrillos, Jr. | Non-Industry/ Independent | Class III - 2022 | Director of Newport Capital Group; Former NJ Senator, 13 th District |

3. Committees of MIAX Emerald, LLC

The standing committees of the Board and the persons appointed to sit on the standing committees are as follows:

| AUDIT COMMITTEE | |
|----------------------------|--------------------------|
| Name | Classification |
| Robert D. Prunetti (Chair) | Non-Industry/Independent |
| Joseph M. Kyrillos Jr. | Non-Industry/Independent |
| John E. McCormac | Non-Industry/Independent |

| COMPENSATION COMMITTEE | |
|-------------------------------|--------------------------|
| Name | Classification |
| Robert D. Prunetti (Chair) | Non-Industry/Independent |
| Marianne Deane | Non-Industry/Independent |
| Joseph M. Kyrillos Jr. | Non-Industry/Independent |

| REGULATORY OVERSIGHT COMMITTEE | |
|---------------------------------------|--------------------------|
| Name | Classification |
| Lindsay L. Burbage (Chair) | Non-Industry/Independent |
| Leslie Florio | Non-Industry/Independent |
| Kimberly M. Guadagno | Non-Industry/Independent |

| APPEALS COMMITTEE | |
|--------------------------|--------------------------------|
| Name | Classification |
| Marianne Deane (Chair) | Non-Industry/Independent |
| Kurt M. Eckert | Industry/Member Representative |
| Paul Jiganti | Industry/Member Representative |

| TECHNOLOGY COMMITTEE | |
|-----------------------------|--------------------------|
| Name | Classification |
| Leslie Florio (Chair) | Non-Industry/Independent |
| Marianne Deane | Non-Industry/Independent |
| John E. McCormac | Non-Industry/Independent |